

EXHIBIT A

**ORRICK, HERRINGTON & SUTCLIFFE LLP
INVOICES FOR TIME PERIOD
SEPTEMBER 1-30, 2008**



ORRICK, HERRINGTON & SUTCLIFFE LLP
 COLUMBIA CENTER
 1152 15TH STREET, NW
 WASHINGTON, D.C. 20005-1706
 tel +1-202-339-8400
 fax +1-202-339-8500
 WWW.ORRICK.COM

David Austern, Futures Claims Representative for
 W.R. Grace & Co.
 c/o Claims Resolution Management Corp.
 3110 Fairview Park Drive, Suite 200
 Falls Church, VA 22042

October 20, 2008
 Client No. 17367
 Invoice No. 1153351

Orrick Contact: Roger Frankel

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 7 - Insurance Matters

09/10/08	S. Foresta	Review e-mail from R. Wyron and insurance policy information to be included in Plan.	0.80
09/22/08	R. Wyron	Begin review of insurance issues (.8); review e-mails on potential settlement and review analysis (.3).	1.10
09/24/08	R. Wyron	Analyze insurance memos and valuations, and organize data.	2.60
09/25/08	R. Wyron	Review insurance materials from R. Horkovich.	1.20
09/25/08	R. Frankel	Review R. Horkovich memos re various insurance coverage issues (1.5); telephone conference with R. Wyron re insurance valuation issues (.3).	1.80
09/26/08	R. Wyron	Review e-mails on potential settlement and follow-up (.3); draft e-mail to D. Austern regarding status and settlement issues (.3); review insurance issues and strategy memos (1.3).	1.90
09/29/08	R. Wyron	Continue review of various insurance settlement memos and insurance recovery analysis.	1.30

Total Hours	10.70	
Total For Services		\$8,512.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Stephen G. Foresta	0.80	825.00	660.00
Roger Frankel	1.80	875.00	1,575.00
Richard H. Wyron	8.10	775.00	6,277.50
Total All Timekeepers	10.70	\$795.56	\$8,512.50

Total For This Matter

\$8,512.50



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 2

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 8 - Litigation

09/01/08	D. Felder	Review pleadings and prepare for September 2 omnibus hearing.	0.40
09/02/08	D. Felder	Telephonic participation in Grace hearing regarding Mian Realty matter (1.1); attend Grace omnibus hearing (1.0); e-mail update to R. Frankel and R. Wyron regarding same (.2).	2.30
09/03/08	D. Felder	Telephone conference with M. Hurford regarding omnibus hearing summary.	0.10
09/04/08	D. Felder	Conference with R. Wyron regarding update (.1); review pleadings for September 29 omnibus hearing (2.5); telephone conference with J. Biggs regarding methodology issues (.3).	2.90
09/08/08	D. Felder	Review pending motions for September 29 omnibus hearing and e-mail correspondence with R. Wyron regarding same.	0.20
09/22/08	D. Felder	Review recently filed pleadings in preparation for September 29 and October 20 omnibus hearings.	2.70
09/23/08	D. Felder	Conference with R. Wyron and J. Burke regarding Grace overview and research issues.	0.80
09/23/08	R. Frankel	Review agenda for 9/29 hearing.	0.30
09/25/08	R. Frankel	Review motion and related pleadings re appointment of PD Legal Representative.	1.30
09/26/08	D. Felder	Review indemnification language in motion to appoint PD FCR and e-mail correspondence to R. Wyron regarding same.	0.30
09/29/08	D. Felder	Telephonic participation in omnibus hearing.	0.50
09/29/08	R. Frankel	Review briefs in preparation for hearing.	1.10
09/29/08	R. Frankel	Attend hearing, confer with counsel re default interest issues in DE.	5.20

Total Hours 18.10

Total For Services \$12,318.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	10.20	530.00	5,406.00
Roger Frankel	7.90	875.00	6,912.50



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -
 17367
 page 3

October 20, 2008
 Invoice No. 1153351

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Total All Timekeepers	18.10	\$680.58	\$12,318.50

Disbursements

Document Reproduction	6.70	
Expert; Consultants	-10,000.00	
Local Taxi Expense	27.00	
Telephone	3.24	
Travel Expense, Local	208.00	
Total Disbursements		\$-9,755.06
Total For This Matter		\$2,563.44



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 4

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 9 - Plan & Disclosure Statement

09/01/08	D. Felder	Review comments from R. Frankel and R. Wyron regarding deal documents and summary from Z. Finley and R. Smith regarding same (1.0); review draft plans from Kirkland regarding additional trusts (1.5).	2.50
09/01/08	Z. Finley	Review and respond to e-mails regarding open issues in deferred payment documents (.8); revise and update charts to reflect Orrick feedback on open issues, and review further deferred payment documents (2.2).	3.00
09/01/08	M. Wallace	Review correspondence regarding comments to plan documents.	0.20
09/01/08	R. Smith	Exchange of e-mail messages with R. Wyron regarding major open issues (.3); review documents (.2).	0.50
09/01/08	R. Wyron	Organize and circulate comments on plan draft and e-mails re same (1.1); organize and circulate comments on draft disclosure statement, and e-mails re same (1.4); organize notes for meeting with D. Austern on 9/2 (.6).	3.10
09/01/08	R. Frankel	Review charts of open issues from R. Smith, Z. Finley re commercial documents.	1.40
09/01/08	R. Frankel	Prepare notes and comments annotating charts; e-mails re same.	1.90
09/02/08	C. Clark	Research provisions relating to 524(g) trusts (.6); draft research update to R. Frankel (.2); telephone conference with R. Wyron regarding 524(g) trust issues (.4).	1.20
09/02/08	D. Felder	Review plan edits from R. Wyron and blackline regarding same (.5); draft judgment reduction clause and review other plans regarding same (.8).	1.30
09/02/08	Z. Finley	Telephone conference with A. Benjamin re deferred payment issues (.1); conference with Orrick team regarding open issues in deferred payment documents (1.0); additional conferences with R. Smith (1.0); prepare for meeting with debtors' counsel to discuss documents (2.1).	4.20
09/02/08	M. Wallace	Discuss status and negotiation posture and issues with R. Wyron.	0.20
09/02/08	M. Wallace	Review issues charts in preparation for negotiation of deal documents.	1.10
09/02/08	M. Wallace	Discuss Sealed Air markup resolution with R. Wyron.	0.20



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 5

October 20, 2008
Invoice No. 1153351

09/02/08	M. Wallace	Review correspondence regarding cooperation agreement and forward comments regarding same to D. Felder.	0.10
09/02/08	M. Wallace	Review comments to revised plan and provide additional comment.	0.30
09/02/08	M. Wallace	Note issues in Sealed Air plan draft for discussion.	0.30
09/02/08	A. Benjamin	Telephone call with Z. Finley re deferred payment agreement (.4); review and revise deferred payment agreement (.6).	1.00
09/02/08	R. Smith	Calls with R. Wyron (.2); conferences with Z. Finley (.5); call with R. Frankel and R. Wyron (.3); call with R. Wyron and Z. Finley (.2); review revised drafts of deferred payment agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement (4.0).	5.20
09/02/08	R. Wyron	Review deal documents and open issues (.8); confer with R. Frankel and D. Austern on issues and strategy, and follow-up (1.9); organize notes (.6); calls with R. Frankel and R. Smith regarding strategy, and follow-up (.8); outline presentation (.7); call with T. Freedman on plan language and follow-up (.6); call with P. Lockwood on plan language and deal points, and follow-up (2.4).	7.80
09/02/08	R. Frankel	Confer with R. Wyron, D. Austern re status, strategy issues in preparation for upcoming meetings.	1.70
09/02/08	R. Frankel	Review open issues re plan documents.	0.60
09/02/08	R. Frankel	Telephone conference with R. Wyron, R. Smith, Z. Finley in preparation for meeting at K&E; notes re same.	0.60
09/03/08	D. Felder	E-mail correspondence with R. Wyron regarding revisions to plan and disclosure statement (.1); review and revise draft plan and circulate same (1.5); review and revise draft disclosure statement (1.0); review and revise draft Trust Agreement (.4); review and revise draft Cooperation Agreement (.6); telephone conferences with J. Liesemer and A. McMillian regarding update and draft Trust Agreement (.2).	3.80
09/03/08	Z. Finley	Prepare for meeting with debtors' counsel to discuss deferred payment documents (.5); attend meetings with debtors' counsel (9.3).	9.80
09/03/08	M. Wallace	Telephone call with D. Felder regarding R. Wyron's comments to the Plan.	0.10
09/03/08	M. Wallace	Discuss cooperation agreement comments with D. Felder.	0.10
09/03/08	M. Wallace	Review correspondence regarding share issuance negotiations.	0.10
09/03/08	M. Wallace	Review correspondence regarding update on meetings with debtors' counsel.	0.20



O R R I C K

David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 5

October 20, 2008
Invoice No. 1153351

09/02/08	M. Wallace	Review correspondence regarding cooperation agreement and forward comments regarding same to D. Felder.	0.10
09/02/08	M. Wallace	Review comments to revised plan and provide additional comment.	0.30
09/02/08	M. Wallace	Note issues in Sealed Air plan draft for discussion.	0.30
09/02/08	A. Benjamin	Telephone call with Z. Finley re deferred payment agreement (.4); review and revise deferred payment agreement (.6).	1.00
09/02/08	R. Smith	Calls with R. Wyron (.2); conferences with Z. Finley (.5); call with R. Frankel and R. Wyron (.3); call with R. Wyron and Z. Finley (.2); review revised drafts of deferred payment agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement (4.0).	5.20
09/02/08	R. Wyron	Review deal documents and open issues (.8); confer with R. Frankel and D. Austern on issues and strategy, and follow-up (1.9); organize notes (.6); calls with R. Frankel and R. Smith regarding strategy, and follow-up (.8); outline presentation (.7); call with T. Freedman on plan language and follow-up (.6); call with P. Lockwood on plan language and deal points, and follow-up (2.4).	7.80
09/02/08	R. Frankel	Confer with R. Wyron, D. Austern re status, strategy issues in preparation for upcoming meetings.	1.70
09/02/08	R. Frankel	Review open issues re plan documents.	0.60
09/02/08	R. Frankel	Telephone conference with R. Wyron, R. Smith, Z. Finley in preparation for meeting at K&E; notes re same.	0.60
09/03/08	D. Felder	E-mail correspondence with R. Wyron regarding revisions to plan and disclosure statement (.1); review and revise draft plan and circulate same (1.5); review and revise draft disclosure statement (1.0); review and revise draft Trust Agreement (.4); review and revise draft Cooperation Agreement (.6); telephone conferences with J. Liesemer and A. McMillian regarding update and draft Trust Agreement (.2).	3.80
09/03/08	Z. Finley	Prepare for meeting with debtors' counsel to discuss deferred payment documents (.5); attend meetings with debtors' counsel (9.3).	9.80
09/03/08	M. Wallace	Telephone call with D. Felder regarding R. Wyron's comments to the Plan.	0.10
09/03/08	M. Wallace	Discuss cooperation agreement comments with D. Felder.	0.10
09/03/08	M. Wallace	Review correspondence regarding share issuance negotiations.	0.10
09/03/08	M. Wallace	Review correspondence regarding update on meetings with debtors' counsel.	0.20



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 6

October 20, 2008
Invoice No. 1153351

09/03/08	M. Wallace	Discuss Sealed Air comments to the plan with R. Wyron.	0.10
09/03/08	R. Smith	Meetings at K&E regarding Deferred Payment Agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement.	8.60
09/03/08	R. Wyron	Review and organize notes for meeting (.8); review Sealed Air comments and updated notes on plan (1.1); call with M. Wallace on open issues on SA plan and follow-up (.4); confer with D. Austern and follow-up (.6); attend meeting at Kirkland on plan, open issues and related documents with ACC, Debtors and Equity Committee (6.3).	9.20
09/04/08	D. Felder	Telephone conference with R. Wyron regarding edits to draft plan from Kirkland (.1); review Asbestos Insurance Transfer Agreement and e-mail to R. Wyron regarding same (.2); review and revise draft plan and disclosure statement (2.0).	2.30
09/04/08	M. Wallace	Review correspondence from D. Felder regarding additional ACC comments to plan.	0.10
09/04/08	B. Cooper	Conference with R. Smith regarding resale shelf registration issues.	0.10
09/04/08	R. Smith	Call with K&E regarding Deferred Payment Agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement (1.3); prepare for same (.5); revise same (.5); call with B. Cooper regarding registration rights agreement issues (.1); e-mail exchange with R. Wyron and J. Radecki (.1).	2.50
09/04/08	R. Wyron	Continue review of plan issues of PD plan and follow-up e-mails re same (1.3); review Sealed Air comments on plan and prepare for call with T. Freedman and P. Lockwood (2.6); review financial issues for J. Radecki and e-mails re same (.7); multiple calls with Debtors, ACC and OHS team on plan issues (1.6).	6.20
09/04/08	R. Frankel	Review marked up pages to joint plan.	1.60
09/04/08	R. Frankel	Review marked up pages to Disclosure Statement.	1.20
09/05/08	D. Felder	Conference with R. Wyron regarding update on plan documents (.2); review Sealed Air settlement agreement and order approving same and conference with R. Wyron regarding same (2.3); begin review of version 19 of draft plan from Kirkland (1.0).	3.50
09/05/08	Z. Finley	Prepare comments to most recent drafts of deferred payment documents.	1.00
09/05/08	M. Wallace	Review correspondence regarding status and revised documents.	0.10
09/05/08	M. Wallace	Discuss Sealed Air implications for client and severability issues with D. Felder.	0.10



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 7

October 20, 2008
Invoice No. 1153351

09/05/08	R. Smith	Call with R. Wyron and J. Radecki (.7); revise drafts of Deferred Payment Agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement (.3).	1.00
09/05/08	R. Wyron	Call with R. Frankel on strategy and status and follow-up (.6); call with J. Radecki and R. Smith on financial issues and e-mail re same (.5); call on Sealed Air comments and follow-up (2.4); e-mails regarding Trust Agreement and TDP (.4); review version 19 of plan (1.4); begin review of two Trust plan issues list (.6).	5.90
09/05/08	R. Frankel	Series of e-mails re plan issues.	0.70
09/05/08	R. Frankel	Telephone conference with R. Wyron re plan issues, meeting at K&E; notes re same.	0.60
09/05/08	R. Frankel	Review S/A issues, other open issues.	0.70
09/08/08	C. Clark	Continue researching 524(g) trusts related to property damages claims (.9); draft memorandum summarizing research regarding same (2.7).	3.60
09/08/08	K. Thomas	Review and respond to e-mails from D. Felder and R. Wyron re reviewing filings on default interest issue (.1); coordinate with M. Austin to obtain copies of same for review (.1).	0.20
09/08/08	D. Felder	Review Kirkland's version 19 of draft plan and two-trust plan.	1.00
09/08/08	R. Smith	Attention to e-mail messages (.2); work on possible plan language regarding takeovers/antidilution (.3).	0.50
09/08/08	R. Wyron	Call with R. Frankel on PD/ZAI issues and follow-up (.6); review two trust plan and organize comments (1.4); call on Sealed Air comments to plan, and follow-up (2.1); confer with Grace and ACC on PD/ZAI plan issues and follow-up e-mails (.8); call with D. Austern on strategy and follow-up (.4); continue review of plan documents (1.2).	6.50
09/08/08	R. Frankel	Telephone conference with R. Wyron re status, update re plan issues.	0.50
09/08/08	R. Frankel	Review open issues, notes re same.	0.40
09/09/08	C. Clark	Continue drafting memorandum on property damage and 524(g) trusts.	3.30
09/09/08	D. Felder	Review Sealed Air agreement and prepare e-mail summary regarding lock-up provisions.	1.00
09/09/08	Z. Finley	Prepare mark-ups of deferred payment documents (8.0); telephone conference with A. Benjamin regarding open issues (.5); telephone conferences with R. Smith regarding open issues (.5).	9.00
09/09/08	M. Wallace	Review correspondence regarding status of Grace plan and related negotiations.	0.10



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 8

October 20, 2008
Invoice No. 1153351

09/09/08	M. Wallace	Review correspondence regarding Sealed Air lock-up.	0.10
09/09/08	M. Wallace	Review correspondence regarding deal documentation.	0.10
09/09/08	A. Benjamin	Review provisions in Deferred Payment Agreement (.4); telephone call with Z. Finley re issues in Deferred Payment Agreement (.6).	1.00
09/09/08	R. Smith	Attention to e-mail messages (.2); revise drafts of Deferred Payment Agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement (2.0); call with Z. Finley regarding same (.3).	2.50
09/09/08	R. Wyron	Review comments on plan documents and respond to e-mails re same (2.3); call with Debtors, ACC and Equity counsel on status, strategy and follow-up (.8); call to D. Austern and follow-up by e-mail (.4); review draft plan inserts (.6).	4.10
09/10/08	C. Clark	Review e-mails regarding plan issues.	0.10
09/10/08	Z. Finley	Prepare mark-ups of deferred payment documents.	1.10
09/10/08	M. Wallace	Review correspondence and respond regarding drafting session for Sealed Air comments to plan.	0.20
09/10/08	M. Wallace	Telephone call with R. Wyron regarding Sealed Air meeting.	0.10
09/10/08	R. Smith	Attention to e-mail messages.	0.20
09/10/08	R. Wyron	Review proposed anti-takeover provision language and provide comments (.3); review e-mails on plan/insurance issues (.4); begin review of revised deal documents and organize comments (1.7); work on two trust plan issues list (.6).	3.00
09/11/08	D. Felder	Review and revise Asbestos Insurance Transfer Agreement and Cooperation Agreement and note issues regarding same (2.4); review plan to identify related issues (1.1); telephone conferences with J. Liesemer and R. Wyron regarding same (.4); begin reviewing revised draft disclosure statement (2.1); review plan regarding Sealed Air issues (1.1).	7.10
09/11/08	Z. Finley	Conference with R. Smith regarding deferred payment documents (.5); telephone conference with R. Wyron and R. Smith regarding same (1.0); revise mark-ups of deferred payment documents (5.0).	6.50
09/11/08	M. Wallace	Review revised plan incorporating two trust design for Sealed Air issues and note comments to same.	2.20
09/11/08	R. Smith	Conference with Z. Finley regarding Deferred Payment Agreement and Guarantee (.8); review and revise drafts of Deferred Payment Agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement (2.0); extend call with R. Wyron and Z. Finley regarding same (1.0); attention to e-mail messages (.2).	4.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 9

October 20, 2008
Invoice No. 1153351

09/11/08	R. Wyron	Continue review of transactional documents (1.2); continue review of plan documents (2.6); review and comment on insurance documents and e-mails re same (.8); work on anti-takeover language (.4).	5.00
09/12/08	D. Felder	Conference with R. Wyron regarding outstanding issues (.2); review Asbestos Insurance Transfer Agreement and note issues regarding same (.6); begin review of revised draft plan (1.1).	1.90
09/12/08	M. Wallace	Review correspondence regarding plan revisions and comments thereto.	0.20
09/12/08	R. Smith	Call with Z. Finley regarding Deferred Payment Agreement and Guarantee (.2); review and revise drafts of Deferred Payment Agreement, Warrant Agreement, Share Issuance Agreement, Guarantee and Registration Rights Agreement (4.0); attention to e-mail messages; (.2); calls with R. Wyron regarding document issues (.3).	4.70
09/12/08	R. Wyron	Review deal documents revision (1.4); multiple calls and e-mails with R. Smith regarding changes to documents, and follow-up notes (.8); review and organize notes for plan discussions with Sealed Air (.9); review changes to insurance-related agreements and follow-up (.7); review language on anti-takeover issues and e-mails re same (.6).	4.40
09/14/08	D. Felder	Review Sealed Air's comments to draft plan and note issues regarding same.	1.50
09/14/08	M. Wallace	Organize documents for review.	0.20
09/14/08	R. Frankel	Review Celotex opinion, issues re PD 524(g) Trust.	1.60
09/15/08	D. Felder	Conference with R. Wyron regarding plan documents (.1); review comments to plan from Sealed Air (1.0); conference with R. Wyron and M. Wallace regarding same (.5).	1.60
09/15/08	M. Wallace	Review Sealed Air comments to plan, including comparing same to terms of the Sealed Air Settlement Agreement.	4.20
09/15/08	M. Wallace	Discuss Sealed Air comments to the Plan with D. Felder and R. Wyron.	0.80
09/15/08	M. Wallace	Research derivation of 1,000 share transfer limitation in Sealed Air mark-up of the plan and discuss same with R. Wyron.	0.20
09/15/08	R. Wyron	Review plan drafts and organize comments for Sealed Air sessions.	2.80
09/15/08	R. Frankel	Review draft Deferred Payment Agreement, notes re same.	2.30
09/15/08	R. Frankel	Review warrant anti-dilution language, notes re same.	0.90
09/15/08	R. Frankel	Review revised plan of 9/10/08.	2.90
09/15/08	R. Frankel	Telephone conference with R. Wyron re status, case issues.	0.40



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 10

October 20, 2008
Invoice No. 1153351

09/16/08	D. Felder	E-mail correspondence with R. Smith and Z. Finley regarding plan issues and review same (.5); review e-mail correspondence from R. Frankel regarding ZAI issues (.1); telephone conference with R. Wyron regarding plan edits (.1); conference with M. Wallace regarding same (.5); review and revise same and e-mail to R. Wyron (.4); continue reviewing draft disclosure statement (1.0).	2.60
09/16/08	Z. Finley	Review and respond to inquiries regarding Plan issues.	1.40
09/16/08	M. Wallace	Re-check comments regarding modified language in Skadden mark-up against Sealed Air Settlement Agreement.	0.20
09/16/08	M. Wallace	Review plan provisions with D. Felder regarding open Sealed Air issues and provide comments to same.	0.20
09/16/08	R. Smith	Review draft Sealed Air note and related e-mail messages.	0.20
09/16/08	R. Wyron	Review summary of Sealed Air comments (.9); attend drafting session with Sealed Air (6.2); follow-up calls regarding issues of status of plan documents (1.1).	8.20
09/16/08	C. Reynolds	Begin review of documents relating to Sealed Air settlement.	0.80
09/16/08	R. Frankel	Telephone conferences with J. Rice, D. Austern re ZAI settlement (1.1); draft e-mail memo re same (.3).	1.40
09/16/08	R. Frankel	Review updated version of POR from Sealed Air.	2.20
09/17/08	D. Felder	Continue reviewing draft disclosure statement (1.4); telephone conference and e-mail correspondence with C. Reynolds regarding tax issues (.2); e-mail correspondence regarding plan definitions (.5); review Cooperation Agreement (.4); review draft solicitation materials (1.2).	3.70
09/17/08	Z. Finley	Telephone conference with R. Smith regarding latest draft of Plan (.1); e-mail to Orrick team regarding same (.2).	0.30
09/17/08	M. Wallace	Review correspondence regarding review of revised plan and meeting regarding same.	0.10
09/17/08	M. Wallace	Review suggested revisions to Plan regarding Sealed Air Asbestos PI Claim definition and discuss same with D. Felder.	0.10
09/17/08	R. Smith	Call with Z. Finley regarding draft Sealed Air note (.2); revise Share Issuance Agreement (3.5).	3.70
09/17/08	R. Wyron	Confer with R. Frankel on status and strategy, and follow-up e-mails re same (.8); review Sealed Air issues and follow-up on status (2.7); review deal document issues and follow-up (.9); confer with OHS plan team on open issues and follow-up e-mails (1.1).	5.50



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 11

October 20, 2008
Invoice No. 1153351

09/17/08	C. Reynolds	Telephone conference with D. Felder re Tax Annexes (.2); review of Tax Annexes and corresponding provisions of Sealed Air Settlement Agreement and begin drafting edits to the Annexes (6.7); review of revised Plan and draft amendments to Section 7.7 (1.5); review of revised Disclosure Statement (.9); exchange of e-mails with D. Felder and R. Wyron (.3).	9.60
09/17/08	R. Frankel	Review asset spreadsheet from J. Radecki.	0.70
09/17/08	R. Frankel	Read draft disclosure statement.	2.20
09/17/08	R. Frankel	Begin review of final draft plan to be filed.	3.10
09/18/08	D. Felder	Continue reviewing and revising draft disclosure statement (2.4); review and revise latest version of plan and comments from Sealed Air regarding same (1.5); e-mail and telephone conference with C. Bruens regarding solicitation materials and notice of disclosure statement hearing (.1); various conferences with R. Frankel, R. Wyron and M. Wallace regarding revisions to draft plan from Kirkland (1.3); review and revise draft plan (2.8); review various e-mail correspondence from Kirkland, Orrick team and Caplin regarding plan issues (1.0).	9.10
09/18/08	Z. Finley	Review e-mails regarding Plan and other issues (.5); review and revise further definition of Senior Indebtedness (.5); e-mail to A. Benjamin regarding same (.5); e-mail to debtors' counsel (.2).	1.70
09/18/08	M. Wallace	Review correspondence regarding implications of PD note for PI trust agreements, consider issues raised in same and respond with comments.	0.20
09/18/08	M. Wallace	Review revised Plan and note comments to same.	1.50
09/18/08	M. Wallace	Review correspondence regarding tax issues in revised plan.	0.10
09/18/08	M. Wallace	Meet with OHS team regarding comments to plan and open issues in same.	0.80
09/18/08	M. Wallace	Review and respond to correspondence regarding drafting of condition to effectiveness to cover offsets by Sealed Air, including providing alternative language for same.	0.20
09/18/08	A. Benjamin	Review Senior Indebtedness definition and other provisions (.5); telephone call with Z. Finley (.3).	0.80
09/18/08	R. Smith	Attention to e-mail messages (.3); review warrant related and other changes to Plan document (.7); calls with R. Wyron regarding same (.3); revise Share Issuance Agreement and Registration Rights Agreement (5.0).	6.30



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 12

October 20, 2008
Invoice No. 1153351

09/18/08	R. Wyron	Continue review of revised plan documents (3.7); conference calls with OHS team on plan documents and issues for final review and follow-up (1.6); review comments on revised draft (.8); work on condition to Effective Date issues with T. Freedman and calls/e-mails with R. Frankel, M. Wallace and J. Liesemer re same (1.6); confer with R. Smith re deal points (multiple times) and e-mails re same (.8); call to J. Radecki re liquidation analysis and follow-up (.3); review liquidation analysis and valuation section of draft disclosure (.7).	9.50
09/18/08	C. Reynolds	Finish mark-up of Tax Annexes (2.0); exchange of e-mails with N. Kochman, D. Felder, R. Wyron re same (.3).	2.30
09/18/08	R. Frankel	Review "final" draft of plan.	3.60
09/18/08	R. Frankel	Telephone conference with R. Wyron, M. Wallace and D. Felder re plan issues.	1.20
09/18/08	R. Frankel	Telephone conferences with R. Wyron re plan issues.	0.50
09/18/08	R. Frankel	Review marked pages to plan from Sealed Air (1.6); consider changes, open issues (1.0).	2.60
09/18/08	R. Frankel	Series of e-mails re plan issues, Sealed Air (1.2); telephone conferences with R. Wyron re same (.4).	1.60
09/19/08	D. Felder	Review and revise latest draft plan and disclosure statement (4.0); various telephone conferences with plan proponents, Sealed Air and Fresenius regarding same (2.8); various conferences and telephone conferences with R. Frankel and R. Wyron regarding same (.7); telephone conference with C. Bruens regarding same (.1); various e-mail correspondence from Debtors and others regarding finalizing plan and disclosure statement (.6).	8.20
09/19/08	R. Smith	Attention to e-mail messages re plan issues.	0.30
09/19/08	R. Wyron	Review revised plan (overnight version) (1.1); multiple calls and e-mails with R. Frankel, R. Smith, C. Reynolds and J. Liesemer regarding ACC/FCR strategy and issues on plan negotiation (1.8); participate in plan negotiation by multiple conference calls (3.2); review final plan draft (.4); confer with R. Frankel and D. Felder (several times) and follow-up e-mail (.6).	7.10
09/19/08	C. Reynolds	Review of Latham's comments to Annexes (.2); exchanges of e-mails with R. Wyron re Annexes and strategy re negotiation of same with Sealed Air (.7).	0.90
09/19/08	R. Frankel	Telephone conferences with R. Wyron, D. Felder during day re plan, drafting issues.	1.80
09/19/08	R. Frankel	Review series of draft revisions to plan.	3.30
09/19/08	R. Frankel	Telephone conference with plan proponents, Sealed Air parties re plan issues; notes re same.	0.70



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 13

October 20, 2008
Invoice No. 1153351

09/19/08	R. Frankel	Review final version of plan to be filed (.8); e-mails re sign off of plan (.4).	1.20
09/19/08	R. Frankel	Review series of e-mails, revised plan in preparation for 9:00am conference call.	1.70
09/19/08	R. Frankel	Telephone conference with plan proponents, Sealed Air parties re plan; notes re same.	1.20
09/20/08	R. Frankel	Review and consider open issues.	1.10
09/22/08	D. Felder	Conferences with D. Spicuzza regarding plan, disclosure statement and exhibit book (.2); review e-mail correspondence regarding filing of plan documents and follow-up regarding same (.5); attention to draft documents and organize same (1.0); review plan and FCR retention order regarding exculpation issues and e-mail to R. Wyron regarding same (.3).	2.00
09/22/08	R. Wyron	Review plan and disclosure as filed.	2.90
09/22/08	C. Reynolds	Preparation for and participation in conference call with Caplin lawyers (.8); revision of Annex II and exchange of e-mails with Skadden and Caplin re same (.5).	1.30
09/22/08	R. Frankel	Review Liquidation Analysis from K&E (.8); telephone conferences with R. Wyron, J. Radecki re same (.5).	1.30
09/22/08	R. Frankel	Review draft solicitation materials, voting procedures, forms for ballots.	1.30
09/22/08	R. Frankel	Review trial briefs and sur-replies of Grace and Certain Lenders, related discovery exhibits (2.5); notes re same (.3).	2.80
09/23/08	J. Burke	Review disclosure statement (2.6); research Code section 524 (.4); confer with R. Wyron and D. Felder to discuss case background and research assignment (.7); review section 524 and related treatise (.5).	4.20
09/23/08	D. Felder	Review and revise solicitation documents and e-mail correspondence with C. Bruens regarding same.	4.70
09/23/08	R. Wyron	Review remaining plan and tax issues (1.3); call with T. Freedman re Trust issues and follow-up (.4); confer with J. Burke on research issue and background, and e-mails re same (.9); call with J. Sakalo (.3); review e-mails re tax issues (.3).	3.20
09/23/08	C. Reynolds	Review revised disclosure statement filed with court on Friday.	2.80
09/23/08	R. Frankel	Confer with R. Wyron re plan issues, status; notes re same.	0.60
09/23/08	R. Frankel	Review revised draft order re disclosure statement, voting procedures, various ballots, notices of non-voting status.	2.60
09/23/08	R. Frankel	Review as-filed papers with court (preliminary).	1.70



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 14

October 20, 2008
Invoice No. 1153351

09/24/08	J. Burke	Research legislative history of section 524 (3.1); case law research regarding section 524 (1.6); meet with R. Wyron and D. Felder regarding case law findings (.3); historical research on case law (1.2); case law research regarding section 524 (1.3).	7.50
09/24/08	D. Felder	Conferences with J. Burke regarding research issues and review case law regarding same (.9); conference with R. Wyron and J. Burke regarding same (.5).	1.40
09/24/08	R. Smith	Attention to e-mail messages re plan issues.	0.10
09/24/08	R. Wyron	Review comments on tax annex and calls re same (.6); review comments on deal documents and e-mails re same (.8); review research on two trust and confer with J. Burke (.9).	2.30
09/24/08	C. Reynolds	Telephone conferences with R. Wyron re tax issues in the plan (.3); exchange of e-mails re Skadden's proposed edits to Annex II (.2).	0.50
09/24/08	R. Frankel	Review, consider issues re two trust or one trust plan, review 524(g) (2.0); review issues with R. Wyron (.3).	2.30
09/24/08	R. Frankel	Telephone conference with D. Austern re status (9/23); telephone conference with J. Radecki re disclosure, notes re same.	0.50
09/24/08	R. Frankel	Review proposed revisions to solicitation materials.	1.20
09/24/08	R. Frankel	Review Tax Addendum II to Plan.	0.60
09/25/08	J. Burke	Research case law regarding section 524.	2.20
09/25/08	K. Thomas	Review and summarize insurer and co-defendant objections to other plans for D. Felder.	2.90
09/25/08	D. Felder	Review revised solicitation documents (.8); review plan and disclosure statement and consider confirmation issues (4.9).	5.70
09/25/08	R. Wyron	Review research on two trust issue.	0.30
09/25/08	C. Reynolds	Review revised Plan filed in Court last Friday.	1.70
09/25/08	R. Frankel	Read filed disclosure statement.	2.60
09/25/08	R. Frankel	Review series of revised pleadings re solicitation of votes, voting procedures.	0.90
09/26/08	D. Felder	Review plan and disclosure statement and continue drafting memorandum regarding confirmation issues.	3.70
09/26/08	R. Wyron	Review open issues on deal documents and follow-up.	0.80
09/26/08	C. Reynolds	Review Asbestos PI Trust Agreement (1.3); review QSF regulations (.7).	2.00
09/26/08	R. Frankel	Consider plan, disclosure issues.	0.80
09/28/08	Z. Finley	Review Plan of Reorganization (.5); review current drafts of deferred payment documents in preparation for conference call with Debtors' counsel (2.0).	2.50
09/29/08	J. Burke	Case law research regarding section 524.	2.20



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 15

October 20, 2008
Invoice No. 1153351

09/29/08	C. Clark	Update research regarding insurance neutrality issues (1.9); draft summary of research for R. Wyron (.7).	2.60
09/29/08	D. Felder	Conference with J. Burke regarding research regarding plan issues.	0.40
09/29/08	Z. Finley	Prepare for conference call to discuss deferred payment documents (.3); conference call with Debtors' counsel and R. Smith regarding deferred payment documents (1.4); follow-up conference with R. Smith (.1).	1.80
09/29/08	R. Smith	Attention to e-mail messages (.2); extended call with T. Christopher, A. Mena and Z. Finley regarding documents (1.3); prepare for same (1.0); further call with Z. Finley (.2).	2.70
09/29/08	R. Wyron	Draft update for client on status (.4); attend hearing telephonically on plan issues (1.2); begin review of confirmation issues outline (.8).	2.40
09/30/08	J. Burke	Research case law on confirmation issues.	4.20
09/30/08	D. Snead	Research applicability of section 1145.	4.50
09/30/08	R. Smith	Conference with D. Snead regarding research on section 1145 issue regarding Registration Rights Agreement (.1); review authorities regarding same (.5); review revised draft documents sent by K&E (.5).	1.10
09/30/08	R. Frankel	Review memo, chart re plan confirmation issues, notes re same.	1.40

Total Hours 404.90

Total For Services \$275,591.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Alan G. Benjamin	2.80	750.00	2,100.00
James W. Burke	20.30	285.00	5,785.50
Charity R. Clark	10.80	440.00	4,752.00
Brett Cooper	0.10	680.00	68.00
Debra Felder	69.00	530.00	36,570.00
Zachary S. Finley	42.30	540.00	22,842.00
Roger Frankel	70.70	875.00	61,862.50
Clayton S. Reynolds	21.90	800.00	17,520.00
Richard V. Smith	44.10	775.00	34,177.50
Donald A. Snead	4.50	320.00	1,440.00
Katherine S. Thomas	3.10	470.00	1,457.00
Mary A. Wallace	15.10	620.00	9,362.00
Richard H. Wyron	100.20	775.00	77,655.00
Total All Timekeepers	404.90	\$680.64	\$275,591.50



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 16

October 20, 2008
Invoice No. 1153351

Disbursements

Document Reproduction	546.80	
Express Delivery	87.84	
Lexis Research	983.00	
Local Taxi Expense	675.54	
Online Database	138.36	
Other Business Meals	44.29	
Out of Town Business Meals	885.71	
Outside Services	75.50	
Parking Expense	326.00	
Postage	5.80	
Secretarial/Staff Overtime	19.23	
Telephone	28.17	
Travel Expense, Air Fare	5,986.50	
Travel Expense, Local	5.62	
Travel Expense, Out of Town	4,747.51	
Westlaw Research	571.45	
Total Disbursements		\$15,127.32

Total For This Matter **\$290,718.82**



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 17

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 10 - Retention of Professionals - Other

09/05/08	D. Felder	Review supplemental disclosure from J. Radecki and telephone conference with D. Fullem regarding same.	0.10
09/09/08	D. Felder	Finalize Tre Angeli's supplemental disclosure and telephone conference with J. Radecki regarding same.	0.10
09/09/08	R. Wyron	Review Tre Angeli disclosure and provide comments.	0.20
09/10/08	D. Felder	Telephone conference with J. Brownstein regarding supplemental 2014 disclosure (.1); review and revise same for Piper Jaffray and Tre Angeli and conferences with D. Spicuzza regarding same (.7).	0.80
09/11/08	D. Fullem	Review and respond to e-mails from D. Felder regarding status and finalizing of supplemental disclosures by Piper Jaffray and Tre Angeli.	0.30
09/11/08	D. Fullem	Confer with D. Spicuzza regarding filing/service of supplemental disclosures of Piper Jaffray and Tre Angeli.	0.20
09/11/08	D. Fullem	Supervise finalizing, filing and serving of supplemental disclosures by Piper Jaffray and Tre Angeli.	1.00
09/11/08	D. Felder	Finalize supplemental disclosures for Piper Jaffray and Tre Angeli (.5); telephone conference with J. Brownstein regarding same (.1); e-mail correspondence with J. Radecki regarding same (.1).	0.70
09/11/08	R. Wyron	Review revised disclosures for PJC and Tre Angeli and e-mails re same.	0.40
09/22/08	D. Fullem	Review conflict list; e-mail information to R. Wyron as requested.	0.30
09/29/08	D. Fullem	Review and respond to e-mails from D. Felder and R. Wyron regarding withdrawal of Hanly Conroy application to employ; prepare draft of notice of withdrawal and circulate for comment; review comments from D. Felder and R. Wyron.	0.80
09/29/08	D. Felder	Review notice of withdrawal of Hanley application and e-mail with D. Fullem regarding same.	0.10

Total Hours 5.00

Total For Services \$2,056.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
 17367
 page 18

October 20, 2008
 Invoice No. 1153351

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	1.80	530.00	954.00
Debra O. Fullem	2.60	245.00	637.00
Richard H. Wyron	0.60	775.00	465.00
Total All Timekeepers	5.00	\$411.20	\$2,056.00

Disbursements

Document Reproduction
 Postage

203.20

254.88

Total Disbursements

\$458.08

Total For This Matter

\$2,514.08



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 19

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 11 - Compensation of Professionals - Other

09/04/08	D. Fullem	Review, update notice and service, and organize filing of Piper July fee application with local counsel.	0.70
09/04/08	D. Felder	Review Piper Jaffray's June fee application and notice.	0.10
09/09/08	D. Fullem	Phone call from J. Radecki regarding June and July fee applications of Tre Angeli; review docket and forward information regarding filings of same.	0.20
09/11/08	D. Fullem	Review e-mail from K. Boeger at Tillinghast regarding August fee application.	0.10
09/18/08	D. Fullem	Prepare CNOs for two Tre Angeli, one Piper and one Tillinghast fee application (.8); provide to D. Felder for review and comment (.1).	0.90
09/18/08	D. Fullem	Prepare June and July fee applications for D. Austern (1.4); forward same to him for review, comment (.2).	1.50
09/23/08	D. Fullem	Review and organize original signed June and July fee applications from D. Austern (.6); prepare filings with Court (.3); coordinate service on parties (.3).	1.20
09/23/08	D. Fullem	Review list of professionals fee/expense chart with recommendations as provided by debtors' counsel; note FCR and his professionals; e-mail to group; review all other professionals and note differences; e-mail to group.	1.00
09/26/08	D. Fullem	Review and respond to e-mails from C. LaRuffa and J. Radecki regarding August fee application.	0.20
09/29/08	D. Fullem	Review Tillinghast's August monthly fee application; prepare e-mail to K. Boeger regarding same.	0.30
09/30/08	D. Fullem	Review and revise Tillinghast quarterly for the period April through June 2008; forward same to K. Boeger at Tillinghast to obtain J. Biggs approval and signature.	0.50
09/30/08	D. Fullem	Prepare notice and certificate of service for Piper quarterly for the period April-June 2008.	0.50
09/30/08	D. Fullem	Review signed August monthly fee application from J. Radecki for Tre Angeli; update with objection deadlines, and current service list information.	0.30

Total Hours 7.50

Total For Services \$1,866.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
 17367
 page 20

October 20, 2008
 Invoice No. 1153351

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.10	530.00	53.00
Debra O. Fullem	7.40	245.00	1,813.00
Total All Timekeepers	7.50	\$248.80	\$1,866.00

Disbursements

Document Reproduction	31.50	
Express Delivery	206.36	
Postage	2.34	
Total Disbursements		\$240.20

Total For This Matter	\$2,106.20
-----------------------	------------



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 21

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 12 - Retention of Professionals - Orrick

09/02/08	D. Fullem	Prepare supplemental disclosure regarding J. Van Dalen; discuss with R. Wyron; review e-mail from D. Felder regarding additional disclosure on C. Gladbach; update supplemental disclosure and re-circulate.	1.00
09/02/08	D. Felder	E-mail correspondence to R. Wyron and D. Fullem regarding supplemental disclosure.	0.10
09/05/08	D. Fullem	Review first supplemental disclosure by Tre Angeli; confer with D. Felder and R. Wyron; confer with R. Wyron regarding VI Corp case; discuss language for disclosure.	0.90
09/05/08	R. Wyron	Review 2014 issue on VI Acquisition and follow-up with J. Radecki and OHS NY on disclosure issue.	0.40
09/09/08	D. Fullem	Work on updates to supplemental disclosure (.8); confer with R. Wyron and D. Felder regarding same (.4); prepare proposed final version (.8).	2.00
09/09/08	D. Fullem	Review e-mails from R. Wyron and D. Felder regarding ethical walls; confer regarding same.	0.30
09/09/08	D. Felder	E-mail correspondence with C. Gladbach regarding ethical wall issues (.1); conferences with R. Wyron regarding additional disclosures and ethical walls (.2); review and revise Orrick's supplemental 2014 disclosure (.4); review and respond to e-mail correspondence regarding filing and next steps (.2).	0.90
09/09/08	R. Wyron	Draft and revise disclosure and ethical wall memos.	1.40
09/10/08	D. Felder	Draft ethical wall memorandum regarding C. Gladbach and review supplemental disclosure regarding same.	0.50
09/10/08	R. Wyron	Review revised draft 2014 disclosure and provide comments (.3); review ethical wall memos (.2).	0.50
09/11/08	D. Fullem	Review and respond to e-mails from R. Wyron regarding revised supplemental disclosure of Orrick.	0.20
09/11/08	D. Fullem	Coordinate finalizing, filing and service of Orrick's supplemental disclosure.	0.20
09/11/08	D. Felder	Review and revise Orrick's supplemental disclosure and e-mail correspondence with D. Fullem regarding same.	0.30
09/11/08	R. Wyron	Review draft declaration (.3); review ethical wall memos and e-mails re same (.3); review conflict reports and follow-up for disclosure (.5).	1.10



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 22

October 20, 2008
Invoice No. 1153351

09/12/08	R. Wyron	Review and organize ethical wall memos (.4); finalize 2014 disclosure on several matters (.6).	1.00
09/22/08	D. Felder	Conferences with R. Wyron regarding disclosure issues (.2); review supplemental disclosures and related issues regarding same (.4); conference with R. Wyron and J. Burke regarding same (.1).	0.70
09/23/08	D. Fullem	Prepare supplemental disclosure regarding J. Burke employment at Bilzin; review and respond to e-mails from R. Wyron regarding same.	1.00
09/23/08	R. Wyron	Prepare and circulate reminder e-mail regarding existing ethical walls (.4); review and revise disclosure for J. Burke (.3).	0.70
09/24/08	D. Fullem	Prepare e-mail to R. Wyron re status of supplemental disclosure of J. Burke.	0.20
09/24/08	R. Wyron	Review and revise disclosure re J. Burke and e-mails re same.	0.30
09/25/08	D. Fullem	Finalize ninth supplemental declaration regarding J. Burke; coordinate filing and service of same.	0.70
09/26/08	R. Wyron	Review potential matter for connections and calls re same.	0.30
		Total Hours	14.70
		Total For Services	\$7,335.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	2.50	530.00	1,325.00
Debra O. Fullem	6.50	245.00	1,592.50
Richard H. Wyron	5.70	775.00	4,417.50
Total All Timekeepers	14.70	\$498.98	\$7,335.00

Disbursements

Document Reproduction	26.90	
Postage	213.91	
Total Disbursements		\$240.81

Total For This Matter **\$7,575.81**



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 23

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 13 - Compensation of Professionals - Orrick

09/02/08	D. Fullem	Follow-up with professionals on their roles at the estimation hearings to respond to fee auditor report.	0.50
09/03/08	D. Fullem	Review and follow-up on e-mails with accounting regarding status of payments and application to invoices.	0.40
09/04/08	D. Fullem	Confer with D. Spicuzza regarding draft of July fee application.	0.20
09/04/08	D. Fullem	Prepare CNO for Orrick's June fee application; coordinate signature, filing and service of same.	0.50
09/04/08	D. Fullem	Review and respond to e-mail from R. Wyron with payment information; update fee and expense charts; circulate to R. Frankel and R. Wyron.	0.60
09/04/08	D. Fullem	Prepare updates to fee auditor letter regarding Jan-Mar 08 time and expenses.	0.50
09/04/08	D. Felder	Review CNO for Orrick's June fee application.	0.10
09/05/08	D. Fullem	Review and follow-up with professionals re roles as described in response to fee auditor report.	0.80
09/05/08	D. Fullem	Review and respond to fee auditor e-mail regarding status of reply to initial report.	0.20
09/05/08	D. Felder	Telephone conference and e-mail correspondence with J. Cutler regarding response to fee auditor.	0.20
09/07/08	D. Felder	Review August prebills.	1.20
09/08/08	D. Fullem	Review August prebills.	1.00
09/09/08	D. Fullem	Follow-up with A. Weiss and G. Rasmussen regarding summary of work on estimation hearings (.5); revise reply letter (2.0).	2.50
09/09/08	D. Felder	Conferences with R. Wyron and D. Fullem regarding response to Fee Auditor request (.3); review and revise letter responding to same (.6); telephone conference with E. Somers regarding same (.1).	1.00
09/09/08	R. Wyron	Review response to fee auditor and follow-up with OHS lawyers.	1.20
09/10/08	D. Fullem	Prepare e-mail to R. Wyron regarding reply letter to fee auditor for 28th interim report; review and respond to follow-up e-mails; review final version; prepare e-mail to B. Ruhlander regarding same.	1.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 24

October 20, 2008
Invoice No. 1153351

09/10/08	D. Felder	Conferences with R. Wyron regarding response to fee auditor report (.2); review, revise and finalize same (.9); telephone conference with E. Somers regarding same (.1).	1.20
09/10/08	R. Wyron	Review final fee auditor response.	0.20
09/11/08	D. Fullem	Continue work on reply to fee auditor's additional request for information.	0.70
09/11/08	D. Fullem	Confer with D. Felder regarding review of information to supplement to fee auditor.	0.20
09/11/08	D. Fullem	Review and respond to e-mail from B. Ruhlander regarding Excel version of expense spreadsheet and forward same.	0.30
09/11/08	D. Fullem	Prepare follow-up e-mail to B. Ruhlander, fee auditor, regarding additional information requested for the Jan-Mar 08 time period.	0.30
09/15/08	D. Fullem	Review fee auditor follow-up requests on various items in our reply to report (.4); prepare summary of same (1.0); forward draft to R. Wyron and D. Felder (.1).	1.50
09/16/08	D. Fullem	Review e-mail from fee auditor; coordinate documents to be sent to fee auditor for April and June time periods.	0.40
09/16/08	D. Fullem	Continue to research and summarize response to fee auditor's additional requests from our reply to report.	3.00
09/16/08	D. Felder	Conference with D. Fullem regarding response to fee auditor (.2); review and revise same (.2); e-mail correspondence with accounting regarding refund issue (.1).	0.50
09/17/08	D. Fullem	Finalize response to fee auditor's request for additional detail on expense items during Jan-Mar 08 time period (1.0); review and respond to follow-up e-mails regarding same (.2).	1.20
09/18/08	D. Fullem	Prepare draft quarterly for Apr-June 08 time period.	0.50
09/18/08	D. Fullem	Review final report by fee auditor on Orrick's Jan-Mar 08 quarterly; prepare summary of same; e-mail to D. Felder and R. Wyron.	0.70
09/19/08	D. Fullem	Continue preparing draft of Apr-Jun 08 quarterly.	1.50
09/23/08	D. Fullem	Forward bankruptcy billing memo to J. Burke.	0.30
09/23/08	D. Fullem	Prepare e-mail to accounting regarding negotiated reductions with fee auditor.	0.20
09/23/08	D. Fullem	E-mails to R. Frankel and R. Wyron regarding Order submitted by debtors' counsel on quarterly fee applications for Jan-Mar 08 time period.	0.20
09/24/08	D. Fullem	Prepare email to R. Wyron regarding quarterly fee application status.	0.20
09/25/08	D. Fullem	Work on tenth quarterly for period April 1-June 30, 2008.	2.00
09/25/08	D. Felder	Review July fee application.	0.10
09/26/08	D. Fullem	Supervise finalizing, filing and serving of Orrick's July fee application.	0.50



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 25

October 20, 2008
Invoice No. 1153351

09/26/08	D. Felder	Review and revise 10th quarterly fee application and July fee application (1.0); various conferences with D. Fullem regarding same (.4).	1.40
09/26/08	R. Wyron	Review July 2008 fee application and follow-up.	0.40
09/30/08	D. Fullem	Continue revisions to Orrick's quarterly for April through June 2008 time period.	1.00
09/30/08	D. Fullem	Review deadlines and hearings regarding fee application matters and update calendar with same.	0.10

Total Hours 30.50

Total For Services \$10,051.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	5.70	530.00	3,021.00
Debra O. Fullem	23.00	245.00	5,635.00
Richard H. Wyron	1.80	775.00	1,395.00
Total All Timekeepers	30.50	\$329.54	\$10,051.00

Disbursements

Document Reproduction 12.50

Express Delivery 45.25

Total Disbursements \$57.75

Total For This Matter \$10,108.75



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 26

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 14 - Trust Distribution Procedures

09/02/08	M. Wallace	Discuss status of TDP and comments to Trust Agreement draft with R. Wyron.	0.10
09/03/08	M. Wallace	Discuss Grace trust agreement comments with D. Felder.	0.10
09/03/08	M. Wallace	Review suggested revisions to TDP for bonded judgments and comment on same.	0.20
09/03/08	M. Wallace	Review correspondence regarding trust agreement and TDP.	0.10
09/13/08	R. Frankel	Review revised TDP from Caplin.	2.30
09/14/08	D. Felder	Review revised draft Trust Agreement and note issues regarding same.	0.50
09/16/08	M. Wallace	Review TDP in response to R. Frankel inquiry regarding the initial payment percentage and correspond regarding results of same.	0.30
09/16/08	M. Wallace	Review revised TDP delivered by Caplin.	0.50
09/16/08	M. Wallace	Review correspondence regarding final TDP and Trust Agreement and review same.	0.20
09/16/08	R. Frankel	Review TDP, TDP issues, final review (1.4); telephone conference with A. McMillan re same (.3).	1.70
09/16/08	R. Frankel	Review draft report re projected Trust payout, e-mail re same.	0.90
09/22/08	R. Frankel	Review valuation issues re assets going into trust (.9); telephone conference with R. Wyron re same (.2).	1.10
09/24/08	R. Frankel	Review report, consider asset side of projections and payment percentage issues.	1.70
09/26/08	R. Wyron	Review analyses regarding payment percentage calculations and outline assumptions.	0.90
09/29/08	R. Wyron	Call with Tillinghast and follow-up on payment percentage analysis (.5); review assumptions (.3).	0.80

Total Hours 11.40

Total For Services \$9,250.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 27

October 20, 2008
Invoice No. 1153351

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.50	530.00	265.00
Roger Frankel	7.70	875.00	6,737.50
Mary A. Wallace	1.50	620.00	930.00
Richard H. Wyron	1.70	775.00	1,317.50
Total All Timekeepers	11.40	\$811.40	\$9,250.00

Total For This Matter

\$9,250.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 28

October 20, 2008
Invoice No. 1153351

For Legal Services Rendered Through September 30, 2008 in Connection With:

Matter: 15 - Travel Time (Non-Working)

09/02/08	D. Felder	Travel from Washington, DC to Wilmington, DE for omnibus hearing.	2.00
09/02/08	D. Felder	Return travel to Washington, DC from Wilmington, DE.	2.50
09/02/08	R. Smith	Non-working travel time from SF to NY for meeting to be held on 9/3.	5.00
09/03/08	Z. Finley	Return travel from NY to SF.	8.80
09/03/08	R. Smith	Non-working travel time (travel to and from Orrick office to K&E).	0.30
09/03/08	R. Wyron	Travel to and from NY for Plan meeting.	2.00
09/05/08	R. Smith	Non-working travel time from NY to SF.	7.00
09/15/08	R. Wyron	Travel to NY for 9/16 meeting.	2.00
09/17/08	R. Wyron	Return from NY meetings.	2.00
09/28/08	R. Frankel	Non-working travel to DE.	1.60
09/29/08	R. Frankel	Travel to DC from Wilmington.	2.80

Total Hours 36.00

Total For Services \$12,584.75

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	4.50	265.00	1,192.50
Zachary S. Finley	8.80	270.00	2,376.00
✓ Roger Frankel	4.40	437.50	1,925.00
✓ Richard V. Smith	12.30	387.50	4,766.25
✓ Richard H. Wyron	6.00	387.50	2,325.00
Total All Timekeepers	36.00	\$349.58	\$12,584.75

Total For This Matter \$12,584.75

*** COMBINED TOTALS ***

Total Hours	538.80	
Total Fees, all Matters		\$339,565.25
Total Disbursements, all Matters		\$6,369.10
Total Amount Due		\$345,934.35